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BYLAWS
OF
THE
ICE SEAL COMMITTEE
AS AMENDED
BY THE
ICE SEAL REPRESENTATIVES
ON
February 5, 2021

17 Article I

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Name and Purpose

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21 **Section 1.1 Name of Association:**

22 The name of the association shall be known the Ice Seal Committee and shall be referred
23 to as the Ice Seal Committee throughout these bylaws.

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25 **Section 1.2 Purposes of the Ice Seal Committee:**

26 The purpose of the Ice Seal Committee shall be to preserve and enhance the marine
27 resources of ice seals including the habitat; to protect and enhance Alaska Native culture,
28 traditions, and especially activities associated with subsistence uses of ice seals; to
29 undertake education and research related to ice seals.

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33 Article II

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Offices

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37 **Section 2.1 Registered Office:**

38 The registered office of the Ice Seal Committee in the State of Alaska is at North Slope
39 Borough Department of Wildlife Management, P.O. Box 69, Barrow, Alaska, 99723.

40 The Board of Representatives has full authority to change the registered office location to
41 another location by resolution.

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43 **Section 2.2 Other Offices:**

44 The Ice Seal Committee may also have offices at other such places as the Board of
45 Representatives may designate or the business of the Ice Seal Committee may require.

Article III

Members

Section 3.1 Current Representatives:

Any person or that person's designated alternate who (1) represents a tribal council, tribal consortia, or Alaska Native Organization and (2) hunter representative or the hunter's designated alternate from the five Alaska Native Regions listed below, and who has received approval as its representative member in the Ice Seal Committee, shall be a member of the Ice Seal Committee with full voting and other privileges.

1. North Slope Borough Department of Wildlife Management
2. Maniilaq Association
3. Kawerak, Inc.
4. Bristol Bay Native Association
5. Association of Village Council Presidents

Section 3.2 Voting:

Each member (two members from each region), shall be entitled to two votes in the affairs of the Ice Seal Committee. Actions and positions of the Ice Seal Committee shall be by super majority vote of the Ice Seal Committee (6/10 of members present).

Section 3.3 Duration of Membership:

Membership in the Ice Seal Committee may terminate by voluntary withdrawal as herein provided or otherwise as provided in these bylaws. All rights, privileges, and interest of a member to the Ice Seal Committee shall cease on termination of membership.

Membership shall be non-transferable. Any member may, by giving written notice of such intention, withdraw from membership. Withdrawals shall be effective on fulfillment of all obligations to the date of withdrawal.

Article IV

Meetings

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79 **Section 4.1** Regular Meetings:

80 Regular meetings of the Ice Seal Committee shall be held no fewer than two (2) times
81 each year, with such meetings to take place during the spring and fall. The fall meeting
82 shall be the annual meeting.

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84 **Section 4.2** Special Meetings:

85 The Chairperson may call special meetings of the Ice Seal Committee at any time. A
86 special meeting must be called by the Chairperson, or in his/her absence by the Vice-
87 Chair, or the Secretary, or the written request of the majority of the members of the Ice
88 Seal Committee.

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90 **Section 4.3** Place of Meeting:

91 The Ice Seal Committee may designate any place within the State of Alaska as the place
92 of meeting for any regular or special meeting.

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94 **Section 4.4** Notice of Meetings:

95 A. *Regular meetings:*

96 Notice of a regular meeting, issued by the Secretary, shall be mailed to the last
97 recorded address of each member at least fifteen (15) days before the time appointed
98 for the regular meeting.

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100 B. *Special Meetings:* Notice of special meetings, issued by the Secretary, shall be
101 delivered to each member entitled to notice either personally, electronically, by fax,
102 or by mail, not less than three (3) days prior to the time appointed for any special
103 meeting. The Notice must state the purpose of the meeting.

104 C. *Notices:*

105 Written Notices will state the place, day and hour of any meeting and shall be
106 delivered, either personally, electronically, by fax, or by mail, to each member
107 entitled to vote at such meetings. If mailed, the notice of a meeting shall be deemed
108 to be delivered when deposited in the United States mail addressed to the member at
109 his or her address as it appears on the records of the membership, with postage
110 prepaid.

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112 **Section 4.5 Quorum:**

113 A majority of the members of this Working Group, when present at any meeting, shall
114 constitute a quorum, and in case there is less than this number, the presiding officer may
115 adjourn from time to time until a quorum is present.

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117 **Section 4.6 Order of Business:**

118 The order of business of the Ice Seal Committee meetings may be as follows:

- 119 1. Call to Order
- 120 2. Roll Call
- 121 3. Reading of minutes of previous meeting
- 122 4. Approval of agenda
- 123 5. Reports
- 124 6. Unfinished business
- 125 7. New Business
- 126 8. Adjournment

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128 The order of business may be altered or suspended at any meeting by a majority vote of
129 the members present. The usual parliamentary laws as laid down in Robert's Rules of
130 Order shall govern, when not in conflict with these bylaws.

Article V

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Officers

Section 5.1 Officers:

The elective officers of the Ice Seal Committee shall be the Chairman, the Vice-Chairman and the Secretary/Treasurer. Other offices or officers may be established and appointed by the membership of the Ice Seal Committee.

A. *Chairman:*

The Chairman shall be the chief officer of the Ice Seal Committee and shall be present at meetings of the Ice Seal Committee. The Chairman shall be a member ex-officio of all committees. The Chairman shall communicate to the Ice Seal Committee such matters and make such suggestions as may in his/her opinion tend to promote the welfare and increase the usefulness of the Ice Seal Committee, and shall perform such other duties as are necessarily incident to the office.

B. *Vice-Chairman:*

The Vice-chairman shall perform the duties of the Chairman in the absence of the Chairman or in the event of his or her inability or refusal to act; and, when so acting, the Vice-Chairman shall have all the powers of, and be subject to, all restrictions placed upon the Chairman. He or she shall perform all other duties, which the Chairman or the Ice Seal Committee may, from time to time and as it deems advisable, prescribe.

C. *Secretary/Treasurer:*

The Secretary/Treasurer shall perform all duties, which the Chairman or the Ice Seal Committee members may, from time to time and as they deem advisable, prescribe. It shall be the Secretary/Treasurer’s duty:

- 1. to give notice of and attend all meetings of the Ice Seal Committee and all committees and to make provisions for the keeping of a record of proceedings;

- 162 2. to conduct correspondence and to carry into execution all order, votes, and
163 resolutions not otherwise committed; and
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165 3. to keep a list of the members of the Ice Seal Committee; and
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167 4. maintain financial records and report to the Ice Seal Committee on the financial
168 status.

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170 **Section 5.2 Terms/selection of officers.**

171 A. *Selection.*

172 The chairman, vice-chairman, and secretary shall be elected every two years at the
173 annual meeting by the affirmative vote of a majority of the members present at the
174 meeting. If the election of officers is not held at such meeting, such meeting shall be
175 held as soon thereafter.

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177 B. *Two-year annual terms.*

178 The chairman, vice-chairman, and secretary shall take office, immediately upon their
179 election, and shall serve for a term of two (2) years and until the successors are duly
180 elected. Officers are eligible for re-election. Vacancies in any office may be filled for
181 the balance of the term thereof by the membership at the next scheduled meeting.

182 **Article VI**

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184 **Executive Committee**

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186 **Section 6.1 Executive Committee:**

187 The Ice Seal Committee shall designate an Executive Committee at the annual meeting.

188 The Executive Committee shall transact the routine and ordinary business between
189 regular meetings of the Ice Seal Committee. Except for powers specifically reserved to
190 the full membership of the Ice Seal Committee, the Executive Committee shall possess
191 all powers of the Ice Seal Committee. All actions of the Executive Committee shall be
192 reported to the full membership of the Ice Seal Committee by the distribution of minutes
193 of each Executive Committee meeting.

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195 *A. Ice Seal Technical Committee.*

196 The Ice Seal Technical Committee shall be a standing committee appointed by the
197 Chairman at the annual meeting. Composition of the Ice Seal Technical Committee
198 may be composed of members and non-members.

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200 *B. Ad Hoc Committees.*

201 *Ad hoc* committees shall be appointed by the Chairman as needed and may be
202 composed of members and non-members.

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Article VII

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Poll Vote

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207 Action of this organization may be taken by teleconference in accordance with State Law.

208 When, in the judgment of the Chairman, any questions arise that should be put to a vote

209 of the membership, and when he/she deems it inexpedient to call a special meeting for

210 that purpose, he/she may, unless otherwise required by these Bylaws, submit the matter to

211 the membership by phone or electronically (e.g., via email) for vote and decision, and the

212 question thus presented shall be determined according to a majority or unanimity of the

213 votes received as required by these Bylaws by phone within three (3) days after such

214 submission to the membership, provided that, in each case, votes of at least three-fifths

215 (3/5) of the total membership shall be received. Action taken in this manner shall be as

216 effective as action taken at a duly called meeting, and shall be ratified at the next

217 meeting.

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Article VIII

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Amendments

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225 These Bylaws may be altered, amended or repealed by a three fifths (3/5) majority vote

226 of the membership at any duly organized meeting of the Ice Seal Committee. Written

227 notice of intent to amend, alter or repeal the Bylaws shall be provided to all members at

228 least thirty (30) days prior to such meeting. Written Notice shall be subject to Section 4.4

229 (C) of Article IV.

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Article IX

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Liabilities

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234 Nothing herein shall constitute members of the Ice Seal Committee as partners for any
235 purpose. No member, officer, agent, or employees shall be liable for the acts or failure to
236 act of any agent member, officer, agent, or employee of the Ice Seal Committee. Nor
237 shall any member, officer, agent or employee be liable for his/her acts or failure to act
238 under these Bylaws, excepting only acts or omissions arising out of his/her willful
239 malfeasance.

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Article X

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Dissolution

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246 The Ice Seal Committee may be dissolved by unanimous vote of its members.